

Fill in this information to identify the case:

United States Bankruptcy Court for the:

EASTERN DISTRICT OF TEXAS

Case number (if known): _____ Chapter **11**☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/19

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, Instructions for Bankruptcy Forms for Non-Individuals, is available.

- | | | | |
|---|---|---|--|
| 1. Debtor's name | Pro South, Inc. | | |
| 2. All other names debtor used in the last 8 years | | | |
| Include any assumed names, trade names and <i>doing business as</i> names | | | |
| 3. Debtor's federal Employer Identification Number (EIN) | 4 6 - 2 7 3 1 3 4 2 | | |
| 4. Debtor's address | Principal place of business | Mailing address, if different from principal place of business | |
| | 11450 US Highway 380 | | |
| | Number Street | Number Street | |
| | Suite 130, #141 | | |
| | | P.O. Box | |
| | Crossroads TX 76227 | | |
| | City State ZIP Code | City State ZIP Code | |
| | Denton | Location of principal assets, if different from principal place of business | |
| | County | 619 Highway 30 East | |
| | | Number Street | |
| | | | |
| | | Booneville MS 38829-8012 | |
| | | City State ZIP Code | |
| 5. Debtor's website (URL) | | | |
| 6. Type of debtor | <input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
<input type="checkbox"/> Partnership (excluding LLP)
<input type="checkbox"/> Other. Specify: | | |

Debtor **Pro South, Inc.**

Case number (if known) _____

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>

____ _

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
☐ Chapter 9
☒ Chapter 11. Check all that apply:

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625 (amount subject to adjustment on 4/01/22 and every 3 years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy Under Chapter 11 (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

- ☐ No
- ☒ Yes. District **Northern District Mississippi** When **06/24/2019** Case number **19-12549**
MM / DD / YYYY
- District _____ When _____ Case number _____
MM / DD / YYYY
- District _____ When _____ Case number _____
MM / DD / YYYY

Debtor Pro South, Inc. Case number (if known) _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☒ No

☐ Yes. Debtor _____ Relationship _____
 District _____ When _____
 Case number, if known _____ MM / DD / YYYY

Debtor _____ Relationship _____
 District _____ When _____
 Case number, if known _____ MM / DD / YYYY

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

- ☒ No
- ☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
 What is the hazard? _____
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other _____

Where is the property?

Number _____ Street _____

City _____ State _____ ZIP Code _____

Is the property insured?

- ☐ No
- ☐ Yes. Insurance agency _____
 Contact name _____
 Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

Debtor **Pro South, Inc.** Case number (if known) _____

- 14. Estimated number of creditors**
- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |
- 15. Estimated assets**
- | | | |
|---|--|--|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input checked="" type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |
- 16. Estimated liabilities**
- | | | |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000 | <input checked="" type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

- 17. Declaration and signature of authorized representative of debtor**
- ☒ The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
 - ☒ I have been authorized to file this petition on behalf of the debtor.
 - ☒ I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **09/04/2019**
MM / DD / YYYY

X /s/ Roderick Kagy **Roderick Kagy**
Signature of authorized representative of debtor Printed name
Title **Chief Executive Officer**

18. Signature of attorney **X /s/ Joyce Lindauer** Date **09/04/2019**
Signature of attorney for debtor MM / DD / YYYY

Joyce Lindauer
Printed name
Joyce W. Lindauer Attorney, PLLC
Firm name
12720 Hillcrest Road, Suite 625
Number Street

Dallas **TX** **75230**
City State ZIP Code

(972) 503-4033 **joyce@joycelindauer.com**
Contact phone Email address
21555700 **TX**
Bar number State

B2030 (Form 2030) (12/15)

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

In re **Pro South, Inc.**

Case No. _____

Chapter 11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept.....	<u>\$15,000.00</u>
Prior to the filing of this statement I have received.....	<u>\$7,500.00</u>
Balance Due.....	<u>\$7,500.00</u>

2. The source of the compensation paid to me was:

☒ Debtor ☐ Other (specify)

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify)

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with another person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statements of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;

B2030 (Form 2030) (12/15)

6. By agreement with the debtor(s), the above-disclosed fee does not include the following services:

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

09/04/2019

Date

/s/ Joyce Lindauer

Joyce Lindauer

Joyce W. Lindauer Attorney, PLLC

12720 Hillcrest Road, Suite 625

Dallas, TX 75230

Phone: (972) 503-4033 / Fax: (972) 503-4034

Bar No. 21555700

/s/ Roderick Kagy

Roderick Kagy

Chief Executive Officer

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

IN RE: **Pro South, Inc.**

CASE NO

CHAPTER 11

VERIFICATION OF CREDITOR MATRIX

The above named Debtor hereby verifies that the attached list of creditors is true and correct to the best of his/her knowledge.

Date 9/4/2019

Signature /s/ Roderick Kagy
Roderick Kagy
Chief Executive Officer

Date _____

Signature _____

Amy Glissen Stites
619 Highway 30 East
Booneville, MS 38829

Attorney General of Texas
Bankruptcy Division
PO Box 12548
Austin, TX 78711-2548

BlueBridge Financial, LLC
535 Washington Street
Suite 201
Buffalo, NY 14203

Camso USA, Inc.
PO Box 60158
Charlotte, NC 28260

Capital Merchant Services
One Evertrust Plaza
Suite 1401
Jersey City, NJ 07302

Cash Capital Group, LLC
The Rubin Law Firm, PLLC
Attn: Ashlee Cohen
90 Broad Street, 16th Floor
New York, NY 10005

Caterpillar Financial Services
PO Box 340001
Nashville, TX 37203

Celtic Commercial Finance
4 Park Plaza, Suite 300
Irvine, CA 92614

Commercial Credit Group, Inc.
c/o Adams and Reese, LLP
Attn: John Thomson
3424 Peachtree Road NE, Suite 1600
Atlanta, GA 30326

Comptroller of Public Accts
Rev Acctg Div/Bankruptcy Dept
PO BOX 13528
Austin, TX 78711

Enhanced Capital Mississippi Fund, LLC
c/o James A. McCullough
PO Drawer 119
Jackson, MS 39205

Financial Pacific Leasing
3455 S. 344th Way
Suite 300
Auburn, WA 98001

GCR Tire & Service
2625 Highway 20
Tuscumbia, AL 35674

Grits Capital

H & E Equipment Services
PO Box 849850
Dallas, TX 75284

H & E Equipment Services
5245 Highway 78
Memphis, TN 38118

Hitachi Capital American Corp.
21925 Network Place
Chicago, IL 60673

Internal Revenue Service
Mail Code DAL-5020
1100 Commerce Street
Dallas, Texas 75242

Internal Revenue Service
Centralized Insolvency
PO Box 7346
Philadelphia, PA 19101-7346

Justin Hayden
Smythe, Huff & Hayden, PC
144 Second Avenue North
The Pilcher Bldg., Suite 333
Nashville, TN 37201

Linebarger Goggan Blair & Sampson
2777 N. Stemmons Freeway
Suite 1000
Dallas, TX 75207

Martyville Quick Mart
1379 Highway 25
Tishomingo, MS 38873

Money Works Direct, Inc.
Attn: Timothy A. Hennigan
PO Box 1958
Ashland, VA 23005

Napa Auto Parts
1105 South Gloster
Tupelo, MS 38801

Office of the Attorney General
Internal Revenue Service
900 Jefferson Avenue
Oxford, MS 38655-3608

Panther Petroleum, LLC
386 Airways Blvd.
Jackson, TN 38301

PowerPlan
PO Box 5328
Madison, WI 53705

Regions Bank
Attn: John M. Lassiter
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401 East Capitol Street, Suite 100
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Regions Bank
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Burr & Foreman LLP
420 N. 20th Street, Suite 3400
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Austin, TX 78778-0001

Thompson Machinery
1245 Bridgestone Blvd.
La Vergne, TN 37086

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Tyler, TX 75702-0204

U. S. Trustee's Office
110 N. College Street
Suite 300
Tyler, TX 75702-7231